

COGENT COMMUNICATIONS GROUP INC

Form 8-K

December 03, 2004

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

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Date of report (date of earliest event reported): **December 3, 2004 (Dec. 1, 2004)**

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## Cogent Communications Group, Inc.

(Exact Name of Registrant as  
Specified in Charter)

**1-31227**  
(Commission File No.)

**52-2337274**  
(IRS Employer  
Identification No.)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1015 31st Street N.W.**  
**Washington, DC 20007**  
(Address of Principal  
Executive Offices)

**(202) 295-4200**  
(Registrant's telephone  
number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 7.01 REGULATION FD DISCLOSURE**

On December 1, 2004 the Company acquired the T-1 internet access business of Verio, Inc., a subsidiary of NTT Communications Corp., adding 2,400 additional business customers to the Company's network. The transaction was announced in a press release, dated December 3, 2004, which is attached as an exhibit hereto and incorporated herein by reference.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibits:

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press Release, dated December 3, 2004, announcing the acquisition Verio's T-1 business.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

COGENT COMMUNICATIONS GROUP, INC.

Date: December 3, 2004

By: /s/David Schaeffer  
David Schaeffer  
Chief Executive Officer

Exhibit Index

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